

**Signature**  
CAPITAL PARTNERS

RECORDATION NO. 23713-B FILED

OCT 06 '06

2-58 AM



**SURFACE TRANSPORTATION BOARD**

August 31, 2006

**Secretary, Surface Transportation Board**

**The Mercury Building, Room 700**

**1925 K Street, NW**

**Washington, DC 20423**

Dear Secretary:

I have enclosed one certified true copy of the document described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

The document itself is a Promissory Note Assignment and Assumption agreement.

The names and addresses of the parties to the document are as follows:

**Assignor: Modern Bank, N.A., 5 East 59<sup>th</sup> Street, New York, NY 10022**

**Assignee: Signature Funding II, LLC, 15303 Ventura Blvd, Ste 1510, Sherman Oaks, CA 91403**

A description of the equipment securing the Promissory Note referenced in the document is as follows:

<u>Qty.</u>	<u>Description</u>	<u>Car Number</u>
1	25' 210 Ton 8 Axle FD Flat Car	KRL 25201
6	22' 122 Ton 8 Axle FD Flat Car	KRL 25979
		KRL 25980
		KRL 25981
		KRL 25982
		KRL 25983
		KRL 25984
1	27' 235 Ton 8 Axle FD Flat Car	KRL 27104
2	88' 115 Ton 4 Axle Flat Car	KRL 89117
		KRL 89118

A fee of \$34 is being sent to your office.

A short summary of the document to appear in the index follows:

Assignment between Modern Bank, N.A. f/k/a Excel Bank, N.A., assignee of Southern Pacific BanCapital, as assignor, and Signature Funding II, LLC, as assignee, and covering a Security Agreement dated as of August 29, 2001 between Kasgro Leasing, LLC (320 East Cherry Street, New Castle, PA 16102) and Southern Pacific BanCapital, a division of Southern Pacific Bank (23530 Hawthorne Boulevard, Suite 200, Torrance, CA 90505) covering 10 railcars, 1 of which is a 25' 210 Ton 8 Axle FD Flat Car, 6 of which are 22' 122 Ton 8 Axle FD Flat Cars, 1 of which is a 27' 235 Ton 8 Axle FD Flat Car, and 2 of which are 88' 115 Ton 4 Axle Flat Cars, and connected to the Security Agreement with Recordation Number ~~23173~~, subsequently assigned with Recordation Number 23713-A. 23713

Feel free to contact me with any questions.

Respectfully submitted,



Kyle Ross  
Authorized Signatory

***Signature Capital Partners, LLC***

15303 Ventura Blvd., Ste 900 • Sherman Oaks, CA • 91403 • 805-409-4340 • 818-235-0111

[www.signaturecap.com](http://www.signaturecap.com)



September 27, 2006

Secretary, Surface Transportation Board  
The Mercury Building, Room 700  
1925 K Street, NW  
Washington, DC 20423

Dear Secretary:

Please find enclosed a check in the amount of \$34 to complete the recording of an Assignment from Modern Bank, N.A. f/k/a Excel Bank, N.A. as assignor and Signature Funding II, LLC as assignee regarding 10 railcars. A copy of the notice mailed separately is attached.

When the recording is complete, please send a confirmation notification to the undersigned. If you have any questions, please contact me at 805-409-4335 or via email at [rossk@signaturecap.com](mailto:rossk@signaturecap.com).

Respectfully submitted,

A handwritten signature in black ink, appearing to be "K Ross".

Kyle Ross  
Authorized Signatory

**Certificate of Notary Public**

I, Noel Ross, have compared the copy of the forgoing instrument with the original and found the copy to be complete and identical in all respects to the original document.

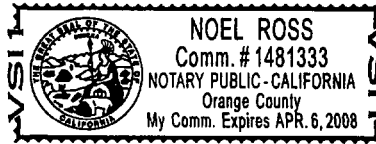
Executed on 9/1/06

By:

[Signature]

Title:

Notary Public



**Certificate of Filer**

I, Kyle Ross, have compared the copy of the forgoing instrument with the original and found the copy to be complete and identical in all respects to the original document and declare under penalty of perjury that the forgoing is true and correct.

Executed on 9/1/06

By:

[Signature]

Title:

Authorized Signatory

OCT 06 '06

2-58 AM

**PROMISSORY NOTE ASSIGNMENT AND ASSUMPTION SURFACE TRANSPORTATION BOARD**

THIS PROMISSORY NOTES ASSIGNMENT AND ASSUMPTION (this "Assignment") is made as of this 30<sup>th</sup> day of June, 2006, by **Modern Bank, N.A.** ("Assignor"), for the benefit of Signature Funding II, LLC, a Colorado limited liability company ("Assignee").

**RECITALS**

A. Pursuant to that certain Obligation Sale Agreement dated as of June 30, 2006, (the "Purchase Agreement"), Assignor agreed to sell, and Assignee agreed to purchase, A certain Promissory Note owned by Assignor as more particularly described on Exhibit A (the "Notes").

**AGREEMENT**

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignment of Notes. Assignor does hereby grant, bargain, sell, assign, transfer and set over unto Assignee, all of Assignor's right, title and interest in and to the Note, together with all rights and benefits thereunder, to have and to hold the same unto Assignee, its successors and assigns forever.
2. Assumption of Notes. As of the date of this Assignment, Assignee hereby assumes the obligations of Assignor under the Notes as if the Notes had been executed by Assignee.
3. Further Assurances. It is the intention of the parties hereto that the Notes shall be fully and absolutely transferred by Assignor to Assignee. Assignor therefore agrees that it shall execute any additional documents that may hereafter reasonably be requested by Assignee in order more fully to effectuate such transfer and assignment.

THIS ASSIGNMENT AND ASSUMPTION IS EXECUTED WITHOUT RECOURSE AND WITHOUT REPRESENTATIONS OR WARRANTIES, WHETHER EXPRESS, IMPLIED OR CREATED BY OPERATION OF LAW, EXCEPT AS PROVIDED IN THE PURCHASE AGREEMENT.

IN WITNESS WHEREOF, Assignor and Assignee have executed and delivered this Assignment as of the date first mentioned above.

ASSIGNOR:

Modern Bank, National Association,

By: WGS

Name: DAVID W. WOOD

Title: SENIOR VICE PRESIDENT

ASSIGNEE:

Signature Funding II, LLC, a Colorado limited liability  
company

By: DD

Name: David McReynolds

Title: Authorized Signatory

Exhibit A

**LIST OF NOTES**

**LOANS**

A

**LOAN NO.**

476.01

**BORROWER**

Kasgro Leasing, LLC



July 6, 2006

Secretary, Surface Transportation Board  
The Mercury Building, Room 700  
1925 K Street, NW  
Washington, DC 20423

Dear Secretary:

I have enclosed one certified true copy of the document described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is an assignment of a security agreement, a secondary document, which is not itself dated.

The names and addresses of the parties to the documents are as follows:

Assignor: Southern Pacific BanCapital, 23530 Hawthorne Boulevard,  
Suite 200, Torrance, CA 90505

Assignee: Modern Bank, N.A., f/k/a Excel Bank, N.A., 667 Madison Ave,  
New York, NY 10021

A description of the equipment covered by the document follows:

<u>Qty.</u>	<u>Description</u>	<u>Car Number</u>
1	25' 210 Ton 8 Axle FD Flat Car	KRL 25201
6	22' 122 Ton 8 Axle FD Flat Car	KRL 25979
		KRL 25980
		KRL 25981
		KRL 25982
		KRL 25983
		KRL 25984
1	27'235 Ton 8 Axle FD Flat Car	KRL 27104
2	88' 115 Ton 4 Axle Flat Car	KRL 89117
		KRL 89118



RECORDATION NO. 23713A FILED

JUL 07 '06

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SURFACE TRANSPORTATION BOARD



2. The original of this document is to be retained in the file of the case. A copy of this document is to be furnished to the Bureau of the Census, Department of Commerce, Washington, D.C., for its information.

Very truly yours,

Assignment of the Hawaiian Islands to the United States. The Hawaiian Islands, including the main islands of Oahu, Maui, Molokai, Lanai, and Kahoolawe, and the smaller islands of Midway, Laysan, and the Line Islands, were discovered by Captain James Cook in 1778. The islands were then claimed by the United States in 1898. The Hawaiian Islands are now a part of the United States and are governed by the Hawaiian Islands Commission. The Hawaiian Islands are a beautiful and unique part of the United States and are a source of pride for all Americans.

Very truly yours,  
[Signature]  
[Name]  
[Title]

RECORDATION NO.

23713-A  
FILED

JUL 07 '06

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## SURFACE TRANSPORTATION BOARD

## ASSIGNMENT

For Ten Dollars (\$10.00), and other valuable consideration, the receipt of which is hereby acknowledge, SOUTHERN PACIFIC BANCAPITAL, a division of Southern Pacific Bank, a California corporation, with offices at 23530 Hawthorne Boulevard, Suite 200, Torrance, California 90505 (hereinafter "Assignor"), does hereby, sell, assign and transfer to EXCEL BANK, N.A., a national association with its office at 400 Park Avenue, New York, NY 10019 (hereinafter "Assignee") all of its right, title and interest in and to the following contract ("Contract"):


Loan dated 8/29/2001 In the principal amount of \$ 1,992,565 made by Southern Pacific BanCapital to KASSRO LEASING LLC, consisting of a Promissory Note, Security Agreement, Guarantee and Subordination Agreement, and such other documents, instrument and/or writings relating thereto, and in all proceeds and insurance proceeds thereof.

Assignor hereby irrevocably appoints Assignee, its attorney, with power of substitution and to exercise any and all of Assignors rights, privilege and remedies in, to and under the Contract, and any documents relative thereto and to enforce the rights and remedies of Assignor thereunder, including but not limited to, instituting any and all actions, suits, or proceedings in the name and stead of Assignor.

Assignor warrants, represents, and covenants that the total amount of payments to become due under the Contract discounted at 9.41% is \$ 1,815,318.84

This Assignment is given by Assignor to Assignee under and pursuant to the terms, covenants and conditions of a certain Purchase and Sale Agreement between the parties hereto, dated even date herewith.

SOUTHERN PACIFIC BANCAPITAL, a  
division of Southern Pacific Bank, a  
California corporation

By:   
Name: DANIEL ROOD  
Title: SVP

Certificate of Notary Public

I, Joshua Eikenberry, have compared the copy of the foregoing instrument with the original and found the copy to be complete and identical in all respects to the original document.

Executed on July 6, 2008  
By: Joshua J. Eikenberry  
Title: Notary Public



Joshua J. Eikenberry  
Notary Public, State of New York  
No. 01EI6137459  
Qualified in Kings County  
Commission Expires November 28, 2009

Certificate of Filer

I, Dennis Kennedy, have compared the copy of the foregoing instrument with the original and found the copy to be complete and identical in all respects to the original document and I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 6, 2008  
By: Dennis Kennedy  
Title: Senior Vice President

2008  
JUL 10 AM 11:00  
KING'S COUNTY

2008  
JUL 10 AM 11:00  
KING'S COUNTY